

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
)	
LEHMAN BROTHERS HOLDINGS INC., <u>et al.</u>)	Case No. 08-13555 (JMP)
)	
Debtors.)	Jointly Administered
)	
)	

**ORDER GRANTING GE CORPORATE FINANCIAL SERVICES, INC.
RELIEF FROM THE AUTOMATIC STAY**

Upon the Motion of GE Corporate Financial Services, Inc. (“GECFS”), dated as of December 24, 2008, (the “Motion”),¹ filed by GECFS, as Loan Servicer to the Fusion Entities, by which GECFS seeks to exercise its contractual right under the MLPA, the Credit Agreement, and the Loan Servicing Agreement to provide notice of termination to Lehman Commercial Paper, Inc. (“LCPI”), a Debtor in the above-captioned bankruptcy; this Court having reviewed, and held a hearing with respect to, the Motion; and the Court having found that cause exists to grant relief from the automatic stay because, among other things, (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) the relief requested by the Motion is proper and should be granted; (iv) proper and adequate notice of the Motion and the hearing thereon has been given and no other or further notice is necessary; and (v) upon the record herein after due deliberation thereon, good and sufficient cause exists for the granting of relief as set forth herein,

¹ Capitalized terms not otherwise defined herein have the meanings given to them in the Motion.

IT IS HEREBY ORDERED THAT:

1. The Motion is GRANTED in its entirety.
2. Pursuant to section 362(d) of the Bankruptcy Code, the automatic stay in effect in LCPI's bankruptcy case is hereby modified to the extent necessary to permit GECFS to enforce its rights under the MLPA, Credit Agreement, and Loan Servicing Agreement to provide notice of termination to LCPI, which shall have the effect of immediately terminating the obligation of the Fusion Entities to purchase the Lehman Loan Assets subject to the Fusion Trade Confirmations.
3. The modification of the automatic stay granted by this Order shall take effect immediately upon entry of this Order and shall not be stayed by operation of rule 4001(a)(3) of the Federal Rules of Bankruptcy Procedure.
4. The Bankruptcy Court shall retain jurisdiction to hear and determine all matters arising from or related to the implementation of this Order.

Dated: New York, New York

January, [], 2009.

Honorable James M. Peck
United States Bankruptcy Judge